

**UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF OKLAHOMA**

DENNIS RICE and HAROLD MACARIOLA,)
individually and on behalf of all others)
similarly situated,)

Plaintiff(s),)

v.)

Case No. 10-CV-294-CVE-FHM
BASE FILE

DOLLAR THRIFTY AUTOMOTIVE GROUP,)
INC., THOMAS P. CAPO, MARY ANN N.)
KELLER, EDWARD C. LUMLEY,)
RICHARD W. NEU, JOHN C. POPE,)
SCOTT L. THOMPSON, HDTMS, INC.,)
HERTZ GLOBAL HOLDINGS, INC.)

Consolidated with
Case No. 10-CV-311-CVE-FHM

Defendants.)

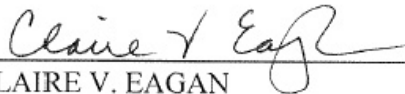
ORDER TO SHOW CAUSE

Currently pending before this Court is Defendants' Motion to Dismiss the Amended Complaint, and Brief in Support (Dkt. # 38). The motion sought to dismiss plaintiff's joint amended complaint (Dkt. # 32), which requested injunctive relief to prevent a vote by the Dollar Thrifty shareholders on the proposed merger of Dollar Thrifty and Hertz Global Holdings, Inc.

On October 8, 2010, defendants filed a Notice of Recent Events of Significance (Dkt. # 63) to notify the Court of recent events that bear on the lawsuit and pending motion to dismiss. Specifically, defendants informed the Court that "on September 30, [2010,] the Dollar Thrifty shareholders voted against the proposed Dollar Thrifty-Hertz merger." Dkt. # 63, at 2. In addition, "[f]ollowing the shareholder vote, on October 1, Hertz notified Dollar Thrifty that it had terminated the merger agreement between it and Dollar Thrifty." Id.

By **October 15, 2010**, plaintiffs shall show good cause as to why plaintiffs' complaint should not be dismissed as moot or this case will be dismissed without prejudice.

DATED this 12th day of October, 2010.



CLAIRE V. EAGAN
UNITED STATES DISTRICT JUDGE